

MKS INSTRUMENTS INC  
Form 8-K  
April 20, 2001

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SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

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FORM 8-K  
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CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934

DATE OF REPORT (DATE OF EARLIEST EVENT REPORTED): APRIL 20, 2001

COMMISSION FILE NO. 0-23521

MKS INSTRUMENTS, INC.  
(Exact name of Registrant as specified in its Charter)

MASSACHUSETTS  
(State or other jurisdiction of  
incorporation or organization)  
SIX SHATTUCK ROAD, ANDOVER, MASSACHUSETTS  
(Address of principal executive offices)

04-2277512  
(IRS Employer Identification No.)

01810  
(Zip Code)

(978) 975-2350  
(Registrant's telephone number, including area code)

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2

ITEM 5. OTHER EVENTS

SUPPLEMENTAL CONSOLIDATED FINANCIAL STATEMENTS OF MKS INSTRUMENTS, INC. AND  
APPLIED SCIENCE AND TECHNOLOGY, INC.

On January 26, 2001, MKS Instruments, Inc. (the "Company") completed its  
previously-announced merger with Applied Science and Technology, Inc. ("ASTeX")  
by exchanging approximately 11,200,000 shares of its common stock for all of the  
common stock of ASTeX. Each share of ASTeX was exchanged for 0.7669 shares of  
the Company's common stock.

The supplemental consolidated financial statements filed herewith have been  
prepared accounting for the merger using the pooling of interests method of  
accounting. Upon publication of the Company's financial statements for a period  
which includes January 26, 2001, these supplemental consolidated statements will  
become the historical financial statements of the Company.

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ITEM 7. FINANCIAL STATEMENTS, PRO FORMA FINANCIAL INFORMATION AND EXHIBITS

(c) Exhibits

| EXHIBIT<br>NUMBER<br>----- | TITLE<br>-----   |
|----------------------------|--|
| 23.1                       | Consent of PricewaterhouseCoopers LLP  |
| 23.2                       | Consent of KPMG LLP  |
| 99.1                       | Supplemental Consolidated Financial Statements of MKS Instruments, Inc. as of December 31, 2000 and 1999 and for the years ended December 31, 2000, 1999 and 1998 and Report of Independent Accountants thereon. |
| 99.2                       | Management's Discussion and Analysis of Financial Condition and Results of Operations Reflecting the Merger of MKS Instruments, Inc. and Applied Science and Technology, Inc. -- December 31, 2000               |
| 99.3                       | Schedule II -- Valuation and Qualifying Accounts for MKS Instruments, Inc.   |

3

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

MKS INSTRUMENTS, INC.

/s/ Ronald C. Weigner  
Ronald C. Weigner  
Vice President and Chief Financial  
Officer

Dated: April 20, 2001